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VIA OVERNIGHT DELIVERY



November 17, 2009

Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street SW
Washington, DC 20024

226015-

Re: Reading Blue Mountain and Northern Railroad Company
- Acquisition and Operation Exemption -
Towanda-Monroeton Shippers' Lifeline, Inc.
STB Finance Docket No. 35309

Dear Ms. Brown:

Enclosed for filing please find the original and 10 copies of the Notice of Exemption of Reading Blue Mountain and Northern Railroad Company. Also enclosed is our check in the amount of \$1800 representing the filing fee for this Notice.

Please time stamp the extra copy of the Notice to indicate receipt and return it to me in the self-addressed stamped envelope provided for your convenience.

Please let know if there are any questions about the filing. Thank you for your assistance.

Respectfully,

Eric M. Hocky

FEE RECEIVED

NOV 18 2009

SURFACE
TRANSPORTATION BOARD

EMH/e

Enclosures

Pittsburgh

Philadelphia

Princeton

Wheeling

Thorpe Reed & Armstrong, LLP
One Commerce Square
2005 Market Street
Suite 1000
Philadelphia PA 19103-7041
215 640 8500
215 640 8501 Fax

ENTERED
Office of Proceedings

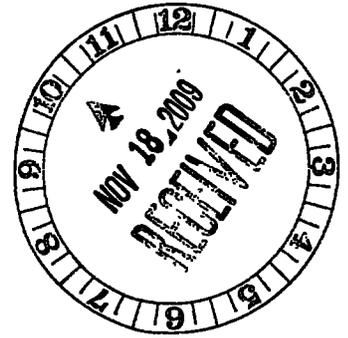
NOV 18 2009

Part of
Public Record

FILED

NOV 18 2009

SURFACE
TRANSPORTATION BOARD



BEFORE THE
SURFACE TRANSPORTATION BOARD

STB FINANCE DOCKET NO. 35309

ENTERED
Office of Proceedings
NOV 18 2009

Part of
Public Record

**READING BLUE MOUNTAIN AND NORTHERN RAILROAD COMPANY
- ACQUISITION AND OPERATION EXEMPTION -
TOWANDA-MONROETON SHIPPERS' LIFELINE, INC.**

FILED

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**SURFACE
TRANSPORTATION BOARD**

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**SURFACE
TRANSPORTATION BOARD**

**VERIFIED NOTICE OF EXEMPTION
UNDER 49 U.S.C. §10902**

ERIC M. HOCKY
THORP REED & ARMSTRONG, LLP
One Commerce Square
2005 Market Street, Suite 1000
Philadelphia, PA 19103
(215) 640-8500

Dated: November 17, 2009

Attorneys for Reading Blue Mountain and Northern
Railroad Company

BEFORE THE
SURFACE TRANSPORTATION BOARD
STB FINANCE DOCKET NO. 35309



**READING BLUE MOUNTAIN AND NORTHERN RAILROAD COMPANY
– ACQUISITION AND OPERATION EXEMPTION –
TOWANDA-MONROETON SHIPPERS’ LIFELINE, INC.**

**VERIFIED NOTICE OF EXEMPTION
UNDER 49 U.S.C. §10902**

This Verified Notice is filed pursuant to 49 C.F.R. §1150.41 by a Class III carrier, Reading Blue Mountain and Northern Railroad Company (“RBMN”), to exempt from regulation under 49 U.S.C. §10902 its acquisition from Towanda-Monroeton Shippers’ Lifeline, Inc. (“TMSS”), all of TMSS’s rights with respect to ownership and operation of the 4.7 mile line of railroad between milepost 249.3 near Monroeton, PA, and milepost 254.0, near Towanda, PA (the “Rail Line”), as shown on the map attached as Exhibit A.

Notice

In accordance with 49 C.F.R. §1150.43, RBMN hereby states as follows:

- (a) The full name and address of Applicant are: Reading Blue Mountain and Northern Railroad Company, 1 Railroad Blvd., Port Clinton, PA 19549.
- (b) The name, address and telephone number of the representative of RBMN who should receive correspondence are: Eric M. Hocky, Thorp Reed & Armstrong, LLP, One Commerce Square, Suite 1000, Philadelphia, PA 19103; (215) 640-8500.
- (c) RBMN and TMSS are entering into an agreement under which RBMN is acquiring all of TMSS’s rights with respect to the Rail Line.
- (d) The current operator of the Rail Line is TMSS.

(e) **Brief Summary of the Proposed Transaction:**

TMSS is a Pennsylvania non-profit corporation that was formed to preserve service for existing shippers on the Rail Line and to develop future rail service, but the Rail Line has had only modest traffic over the years. RBMN is an existing experienced carrier that operates in the general region of the Rail Line and that believes that there are opportunities for traffic to be served from the Rail Line. RBMN is willing to rehabilitate the Rail Line to meet the service needs, but only if it is the owner and operator of the Rail Line. RBMN has agreed to acquire and operate the Rail Line and to provide all of the common carrier freight operations over the Rail Line.

(1) The name and address of the railroad transferring the Rail Line: Towanda-Monroeton Shippers' Lifeline, Inc., PO Box 123, Monroeton, PA 18832.

(2) RBMN expects to commence operation of the Rail Line on or after December 19, 2009 (more than thirty days after the filing of this Notice, and more than 60 days after the filing of the certification of labor notice posting discussed in paragraph (i) below).

(3) The mileposts of the Rail Line are between milepost 249.3 near Monroeton, PA, and milepost 254.0, near Towanda, PA, in Bradford County, Pennsylvania.

(4) The total route miles to be acquired and operated is approximately 4.7 miles.

(f) Attached as Exhibit A to this Notice of Exemption is a map of the Rail Line.

(g) RBMN certifies that its projected revenues as a result of the transaction will not result in the creation of a Class II or Class I rail carrier.

(h) RBMN will interchange with Lehigh Railway, LLC (“LRWY”). RBMN is not aware of any existing interchange commitments with any of the connecting carriers, and does not contemplate that any will be required as part of this transaction. RBMN will meet with LWRV to confirm interchange arrangements.

(i) RBMN certifies that its total annual revenues after the transaction will exceed \$5,000,000. Although TMSS does not have any employees, RBMN arranged for notice to be posted by TMSS, and filed a certification of the posting with the Board on October 20, 2009. See Exhibit B attached hereto.

Environmental and Historic Reports

There is currently only a modest amount of traffic that moves over the Rail Line. Frequency of initial service will be based on the needs of the current customers, and will be the same or similar to that provided by TMSS.

Pursuant to 49 C.F.R. §1105.6(c)(2), no environmental documentation should be required because this proceeding involves authority for a contract for continued operations that will not exceed the thresholds established in 49 C.F.R. §1105.7(e)(4) or (5).

No historic report under 49 C.F.R. §1105.8(b)(1) should be required because the transaction merely involves a lease for continued rail operations, and further Board approval is required to discontinue or abandon any service. RBMN has no plans to dispose of or alter properties subject to the Board's jurisdiction that are 50 years old or older.

Labor Protection

RBMN is a Class III carrier, and pursuant to 49 U.S.C. §10902(d), approval of this transaction may not be subjected to labor protection conditions.

Caption Summary

Attached hereto as Exhibit C is the caption summary required by 49 C.F.R.

§1150.44.

Respectfully submitted,



ERIC M. HOCKY
THORP REED & ARMSTRONG, LLP
One Commerce Square
2005 Market Street, Suite 1000
Philadelphia, PA 19103
(215) 640-8500

Dated: November 17, 2009

Attorneys for Reading Blue Mountain and Northern
Railroad Company

VERIFICATION

I hereby verify on behalf of Reading Blue Mountain and Northern Railroad Company, under penalty of perjury, that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this Verification.

Executed on November 17, 2009.



Wayne A. Michel, President

EXHIBIT A

MAP

RRPictureArchives.net
Map Viewer

Tools

- Home
- Print
- MS Map

Legend

- Photo Location
- Abandoned
- Proposed
- Line

Map center: Lat: 41.74298° Long: -76.45715°

Go to State: Pennsylvania

249 3

EXHIBIT B

CERTIFICATION OF LABOR NOTICE



Eric M. Hocky
Direct Dial 215 640 8523
Email ehocky@thorpreed.com

ATTORNEYS AT LAW SINCE 1895

VIA ELECTRONIC FILING

Hon. Anne K. Quinlan
Acting Secretary
Surface Transportation Board
395 E Street SW
Washington, DC 20024

October 20, 2009

Re: STB Finance Docket No. 35309
Reading Blue Mountain and Northern Railroad Company –
Acquisition And Operation Exemption –
Towanda-Monroeton Shippers' Lifeline, Inc.
Labor Notice Certification

Dear Secretary Quinlan:

Pursuant to 49 CFR 1150.42(e), Reading Blue Mountain and Northern Railroad Company ("RBMN") hereby certifies that on October 16, 2009, a copy of the enclosed Notice was posted at the engine house of Towanda-Monroeton Shippers' Lifeline, Inc., as indicated in the enclosed certificate of posting.

Because there are no employees of TMSL represented by any labor unions (TMSL has no employees), the enclosed Notice has not been sent to the national offices of any labor unions.

Respectfully,



Eric M. Hocky

EMH/c

Pittsburgh

Philadelphia

Princeton

Wheeling

Thorpe Reed & Armstrong, LLP
One Commerce Square
2005 Market Street
Suite 1000
Philadelphia, PA 19103-7041
215 640 8500
215 640 8501 Fax

(P0083225)

Before the
SURFACE TRANSPORTATION BOARD
STB Finance Docket No. 35309

**READING BLUE MOUNTAIN AND NORTHERN RAILROAD COMPANY
- ACQUISITION AND OPERATION EXEMPTION -
TOWANDA-MONROETON SHIPPERS' LIFELINE, INC.**

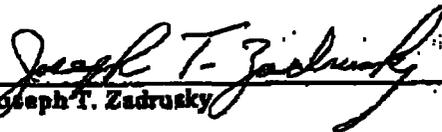
**CERTIFICATE OF
TOWANDA-MONROETON SHIPPERS' LIFELINE, INC.**

Towanda-Monroeton Shippers' Lifeline, Inc. ("TMSL") does not have any employees. Notwithstanding, the attached Notice of Intent was posted at the engine house of TMSL on October 16 2009.

* * * * *

I, Joseph T. Zadrusky, President of Towanda-Monroeton Shippers' Lifeline, Inc., certify under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file the foregoing document.

Executed on October 16 2009.



Joseph T. Zadrusky

Before the
SURFACE TRANSPORTATION BOARD

STB Finance Docket No. 35309

**READING BLUE MOUNTAIN AND NORTHERN RAILROAD COMPANY
- ACQUISITION AND OPERATION EXEMPTION -
TOWANDA-MONROETON SHIPPERS' LIFELINE, INC.**

**NOTICE OF INTENT DIRECTED TO EMPLOYEES OF
TOWANDA-MONROETON SHIPPERS' LIFELINE, INC.**

Pursuant to the regulations of the Surface Transportation Board (the "Board") at 49 CFR §1150.42(e), Reading Blue Mountain and Northern Railroad Company ("RBMN") hereby gives notice of its intent to acquire from Towanda-Monroeton Shippers' Lifeline, Inc. ("TMSL"), all of TMSL's rights with respect to ownership and operation of the 4.7 mile line of railroad between milepost 249.3 near Monroeton, PA, and milepost 254.0, near Towanda, PA. The acquisition is intended to be intended to be effective as of December 14, 2009, or as soon thereafter as the Board gives its approval.

As a result of the transaction, RBMN does not expect any new jobs to be available on RBMN.

**READING BLUE MOUNTAIN AND
NORTHERN RAILROAD COMPANY**

Dated: October 13, 2009

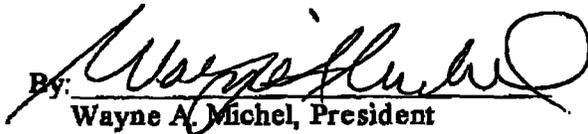
By: 
Wayne A. Michel, President

EXHIBIT C

CAPTION SUMMARY

SURFACE TRANSPORTATION BOARD

STB FINANCE DOCKET NO. 35309

**READING BLUE MOUNTAIN AND NORTHERN RAILROAD COMPANY
– ACQUISITION AND OPERATION EXEMPTION –
TOWANDA-MONROETON SHIPPERS' LIFELINE, INC.**

Reading Blue Mountain and Northern Railroad Company (“RBMN”), a Class III carrier, has filed a Notice of Exemption to acquire and operate the approximately 4.7-mile line of railroad between milepost 249.3 near Monroeton, PA, and milepost 254.0, near Towanda, PA, in Bradford County, Pennsylvania.

Comments must be filed with the Board and served on RBMN’s representative, Eric M. Hocky, Esquire, Thorp Reed & Armstrong, LLP, One Commerce Square, 2005 Market Street, Suite 1000, Philadelphia, PA 19103; (215) 640-8500.

The Notice is filed under 49 C.F.R. §1150.41. If the Notice contains false or misleading information, the exemption is void *ab initio*. Petitions to revoke the exemption under 49 U.S.C. §10502(d) may be filed at any time. The filing of a petition to revoke will not automatically stay the transaction.